FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

DATE RECEIVED

THOMSON

PROCESSED

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATATION D, **SECTION 4(6), AND/OR**

FORM D

UNIFORM LIMITED OFFERING EXEMPTION FINANCIAL

Name of Offering (☐ check if this is Enterprise Housing Partners XIV Limited	an amendment and name has changed, and indicate Partnership	change.)
Filing Under (Check box(es) that apply): Type of Filing: New Filing	☐ Rule 504 ☐ Rule 505 ☒ Rule 506 ☐ Section ☒ Amendment	14(6) ULOE RECEIVED
	A. BASIC IDENTIFICATION DA	TA // 10.5 0 200 1
1. Enter the information requested abo	ut the issuer	JAN 18 7007
Name of Issuer (☐ check if this is Enterprise Housing Partners XIV Limited	an amendment and name has changed, and indicate of Partnership	change.)
Address of Executive Offices 10227 Wincopin Circle, Suite 810, Colum	(Number and Street, City, State, Zip Code) abia, MD 21044	Telephone Number (Including Area Code) (410) 964-0552
Address of Principal Business Operations (if different from Executive Offices)	(Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
	ential rental properties that qualify for the low incom 147 of the Internal Revenue Code of 1986, respective	ne housing tax credit and in some instances, the historic ely.
Type of Business Organization	 ☑ limited partnership, already formed ☐ limited partnership, to be formed 	other (please specify):
	Month Vear	

GENERAL INSTRUCTIONS

Actual or Estimated Date of Incorporation or Organization:

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6). 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

CN for Canada; FN for other foreign jurisdiction)

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MD

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exception, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years. Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. ☑ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Enterprise Community Investment, Inc. Business or Residence Address (Number and Street, City, State, Zip Code) 10227 Wincopin Circle, Suite 810, Columbia, MD 21044 Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☒ Executive Officer ☐ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) See Attachment Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ Check Box(es) that Apply: General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ Check Box(es) that Apply: General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

			a kila i	В.	INFORMA	TION ABOL	T OFFERIN	G		NA HIRAN	ja di	
1.	Has the issue	r sold, or does	the issuer i	ntend to sell.	to non-accred	lited investors	in this offerin	oγ		Yes	No ⊠	
••		5070, 07 2000				m 2, if filing u		6				
2.	What is the n	ninimum inves	stment that v	vill be accepte	ed from any i	ndividual?				\$ <u>1,0</u>	000,000	
3.	Does the offe	ring permit jo	int ownerch	in of a cinala	umit?					Yes	No ⊠	
3. 4.		formation requ		-							لفا	
	commission of person to be states, list the	or similar remined is an asset of the name of the ther, you may s	uneration fo ssociated pe broker or o	r solicitation rson or agent dealer. If mo	of purchasers t of a broker ore than five	in connection or dealer regi (5) persons to	with sales of istered with the be listed are	securities in the SEC and/or	he offering r with a sta	. If a		
	lame (Last nar prise Equities,	me first, if indi Inc.	ividual)									
		nce Address (N rele, Suite 810			state, Zip Cod	le)				. ==		
		Broker or De										
States	in Which Per	son Listed Has	Solicited o	r Intends to S	olicit Purchas	ers				.	•	
		States" or chec									All States	
			☐ AR	⊠CA	□[co]	□ CT	□ DE		☐ FL	□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□□] <u> HI</u>	
	NI	□ IA	□ KS	□[KY]	LA	□ ME	□MD	□ MA	□МІ	□ MN] □MS	□МО
□М	T [NE]	□ NV	□NH	П	□ NM	NY	□ NC	□ ND	⊠ OH	OK	OR	□PA
		□SD	□ TN		UT	VT	□ VA	□WA	\square WV	□Wl	□WY	□PR
Full N	ame (Last nar	ne first, if indi	vidual)									
Busine	ess or Residen	ce Address (N	umber and S	Street, City, S	tate, Zip Cod	e)						
N	6	D. J D	,			· · · · · · · · · · · · · · · · · · ·						
Name	oi Associated	Broker or Dea	цег									
States	in Which Pers	on Listed Has	Solicited or	Intends to So	olicit Purchas	ers						
	(Check "All S	States" or chec	k individual	States)							All States	
	L AK	□ AZ	□AR	CA	CO	CT	☐ DE	☐ DC	□FL	□GA	H	□ ID
		☐ IA	□[KS]	□[KY]	LA	ME	□MD	MA	□ Ml	□[MN]	□MS	□МО
	T NE	NV	NH	□[ил]	□ NM	NY	□ NC		□ОН	OK	OR	□PA
			□TN	TX	□ [UT]	□VT	□VA	[] WA]	□WV	□ Wi	□WY	□ PR
Full Na	ame (Last nan	ne first, if indiv	vidual)									
Busine	ss or Residen	ce Address (Ni	umber and S	treet, City, St	ate, Zip Code	:)						
										<u> </u>		
Name	of Associated	Broker or Dea	ler									
		on Listed Has				ers						
	(Check "All S □ □ ĀK	tates" or check		States)	□[co]	□СТ	□ DE	□[DC]	☐ FL		All States	
				□ KY					_			
						□ ME	□ MD				□ MS	□MŌ
□ [M]			NH	_[иј]					ОН	□ OK	OR	□ PA
□ R1	□ SC				UT	□ VT	□ VA	□ WA		□ Wi	□ WY	☐ PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box \(\square\) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.								
	OI	Aggregate Tering Price	Amount Already Sold						
	Deut		\$ \$						
	Equity		Ψ						
	☐ Common ☐ Preferred \$_		\$						
	Convertible Securities (including warrants)\$22	5,000,000	\$225,000,000						
	Partnership Interests		\$						
	Other (Specify)	5,000,000	\$ 225,000,000						
	Total								
	Answer also in Appendix, Column 3, if filing under ULOE.								
2.		Number Investors	Aggregate Dollar Amount						
		IIIVESTOIS	of Purchases						
	Accredited Investors	7	\$ <u>225,000,000</u>						
	Non-accredited Investors		\$ _						
	Total (for filings under Rule 504 only)		\$						
	Answer also in Appendix, Column 4, if filing under ULOE.								
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.	t							
		Type of Security	Dollar Amount Sold						
	Type of Offering		55.6						
	Rule 505		<u>\$</u>						
	Regulation A		<u>\$</u>						
	Rule 504		<u>\$</u>						
4.	Total	:							
	information may be given as subject to future contingencies. If the amount of an expenditure is no known, furnish an estimate and check the box to the left of the estimate.	t							
	Transfer Agent's Fees	II	\$						
	Printing and Engraving Costs	X	\$ \$_80,000						
	Legal Fees	X	· · · · · · · · · · · · · · · · · · ·						
	Accounting Fees	X	\$ \$						
	Engineering Fees	Z	\$						
	Sales Commissions (specify finders' fees separately)	X	\$ <u>220,000</u>						
	Other Expenses (identify) bridge loan fees and expenses	X	\$ <u>300,000</u>						

	C. OFFERING PRICE,	NUMBER OF INVES	TORS, EXPENSES	AND USE OF PROCEED	S
	b. Enter the difference between the aggrand total expenses furnished in response to proceeds to the issuer."	Part.C - Ouestion 4.a.	This difference is the	e "adjusted oroga	\$ 224,700,00
5.	Indicate below the amount of the adjusted g of the purposes shown. If the amount for box to the left of the estimate. The total of the issuer set forth in response to Part $C = C$	gross proceed to the issu any purpose is not know the payments listed mus	er use or proposed to vo. Turnish an estima	be used for each	
				Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees'		*******************************		roje
	Purchase of Real Estate		*************************		区S
	Purchase, rental or leasing and installation of and equipment	f machinery	,		Ø S
	Construction or leasing of plant buildings an				⊠ S
	offering that may be used in exchange for the pursuant to a merger) Repayment of indebtedness Working capital Other (specify): Expenses incurred in connections	ection with the acquisitic	on of properties		⊠S ⊠S7,875,000 ⊠S_1,125,000
	Investments through the acquisitions of limit projects	cu parmership interests	n low income housin	(<u>x</u>)\$	⊠ \$ <u>197,700,000</u>
	Column Totals			 E I\$ <u>18,000,000</u>	⊠ \$ <u>206,700,000</u>
•	Fotal Payments Listed (column totals added)	•••••		🖾\$ <u>22</u> 4	1,700,000
		D. FEDERAL SI	GNATURE		
110//	suer has duly caused this notice to be sign ing signature constitutes an undertaking by the f, the information furnished by the issuer to a	ed by the undersigned a	July authorized pers	Exchange Commission, uno	under Rule 505, the on written request of
ntërp irtne	2011 July 1	Signature / hw Htts le	4	Date 1/16/07	
ime	of Signer (Print or Type)) ce Rothschild	Title of Signer (Print or		Investment, Inc., General Pa	ntner of Issuer

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (Sec 18 U.S.C 1001.)

E. STATE SIGNATURE							
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification Yes	s l	— No				
	provisions of such rule?	ĺ	X				
	See Appendix, Column 5, for state response.						

- The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of the exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person,

Issuer (Print or Type) Enterprise Housing Partners XIV Limited Partnership	he Htts. Well	Date 1/16/07
Bruce Rothschild	Title (Print or Type) Issuer SVP of Enterprise Comme	inity Investment, Inc., General Partner of

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

	· 14.			AP	PENDIX				19 14 .
1	Intend to non-acconnection	2 to sell to credited s in State -Item 1)	3 Type of security and aggregate offering price offered in state (Part C-Item 1)		4			5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
AL									
AK									
AZ									
AR									
CA		×	LP Interests \$15,000,000	3	\$15,000,000	0	0		×
СО									
СТ									
DE									
DC		×	LP Interests \$51,000,000	1	\$51,000,000	0	0		×
FL				Í					
GA									
ні									
ID									
IL		\boxtimes	LP Interests \$20,000,000	1	\$20,000,000	0	0		×
IN									
IA									
KS									
KY									
LA									
ME									
MD									
MA									
MI									
MN									
MS									

			· · ·	API	PENDIX				
1	Intend t non-acc	o sell to credited s in State -Item 1)	3 Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)			5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
МО		×	LP Interests \$20,000,000	1	\$20,000,000	0	0		X
МТ									
NE			<u> </u>						
NV									
NH						· ·			
NJ									
NM									
NY		☒	LP Interests \$33,000,000	5	\$33,000,000	0	0		X
NC		×	LP Interests \$6,000,000	1	\$6,000,000	0	0		×
ND									
ОН		×	LP Interests \$10,000,000	2	\$10,000,000	0	0		×
ок									
OR									
PA									
RI									
SC									
SD									
TN									
TX									
UT									
VT									
VA		×	LP Interests \$60,000,000	2	\$60,000,000	0	0		×
WA		×	LP Interests \$10,000,000	1	\$10,000,000	0	0		×
wv									
WI									

		***		APF	ENDIX				
1	2	2	3	4			5		
	non-acc	o sell to credited in State Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)					Disqualification unde State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
WY									
PR									

AMENDED FORM D

ATTACHMENT TO (A) BASIC IDENTIFICATION DATA

Listed below are the names of the Directors and Executive Officers of Enterprise Community Investment, Inc., the promoter and sole general partner of the issuer, Enterprise Housing Partners XIV Limited Partnership:

Directors:

Laura Bailey

Richard O. Berndt

David R. Bock

Jeffrey H. Donahue

Gary Gensler

Daryl Hall

F. Barton Harvey III

Arlene Isaacs-Lowe

Marilyn Melkonian

Felice L. Michetti

Joseph F. Reilly

Mary K. Reilly

Lee Rosenberg

Patricia T. Rouse

Jerome D. Smalley

Thomas J. Watt

Thomas W. White

Executive Officers:

F. Barton Harvey III Chairman of the Board

Jeffrey H. Donahue President

Helen W. Whitehead Chief Administrative Officer

Holly J. Stagmer Executive Vice President, Strategic Planning and Finance

Scott Hoekman
Paul Cummings
Randall Lott
Joseph Wesolowski
Bruce Rothschild
Senior Vice President
Chief Financial Officer
Senior Vice President
Senior Vice President

C. Lamar Seats Senior Vice-President Doug Able Senior Vice-President

Charlie Werhane Vice Chairman and Chief Operating Officer

The address for each of the Officers listed above is 10227 Wincopin Circle, Suite 810, Columbia, Maryland 21044.